

**CERTIFICATE OF INTERESTED PERSONS AND CORPORATE
DISCLOSURE STATEMENT**

SEC v. Almagarby, No. 21-13755

Pursuant to Federal Rule of Appellate Procedure 26.1 and Eleventh Circuit Rule 26.1-1, Appellee Securities and Exchange Commission submits this Certificate of Interested Persons and Corporate Disclosure Statement listing all persons and entities with an interest in the outcome of this action:

1. Almagarby International, LLC
2. Aluf Holdings, Inc. (AHIX), microcap issuer
3. Archstone Capital, LLC
4. Augustini, Hope H., attorney for the Commission
5. Access Pharma, Inc. (ALST, AXXE), microcap issuer
6. Berkovitz, Dan, attorney for the Commission
7. Bridgewater Capital, LLC
8. Bulova Technologies Group, Inc. (BTGI), microcap issuer
9. CD International Enterprises, Inc. (CDII), microcap issuer
10. Conley, Michael A, attorney for the Commission
11. Cooke, Hon. Marcia G., District Court Judge
12. Daniels Corporate Advisory Company, Inc. (DCAC), microcap issuer
13. Dewmar International BMC, Inc. (DEWM), microcap issuer

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14. East Coast Diversified Corp. (ECDC), microcap issuer
15. Elray Resources, Inc. (ELRA), microcap issuer
16. Energy Revenue America, Inc. (ERA0), microcap issuer
17. Eyes on the Go, Inc. (AXCG), microcap issuer
18. Freda, Dominick V., attorney for the Commission
19. Fusco, Anthony
20. Gold & Silver Mining of Nevada, Inc. (CJTF), f/k/a RainMaker
Worldwide, Inc. (RAKR), microcap issuer
21. Gold and GemStone Mining Inc. (GGSM), microcap issuer
22. Green Energy Enterprises, Inc. (GYOG), f/k/a Quasar Aerospace
Industries, Inc. (QASP), microcap issuer
23. Greenfield Farms Food, Inc. (GRAS), microcap issuer
24. Grid Petroleum Corp. (GRPR)/Simlatus Corporation (SIML),
microcap issuer
25. Halberd Corporation (HALB), microcap issuer
26. Halitron, Inc. (HAON), microcap issuer
27. Healthnostics, Inc. (HNSS), f/k/a Envirotechnologies International,
Inc. (ETII), microcap issuer

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28. Healthy & Tasty Brands Corporation, a/k/a GRILLiT, Inc. (GRLT),
microcap issuer
29. Hunt, Hon. Patrick M., Magistrate Judge
30. Hybrid Coating Technologies, Inc. (HCTI), microcap issuer
31. In Ovations Holdings, Inc. (INOH), microcap issuer
32. Indo Global Exchange(s) Pte, Ltd. (IGEX), microcap issuer
33. InoLife Technologies, Inc. (INOL), microcap issuer
34. InternetArray, Inc. (INAR), microcap issuer
35. Las Vegas Railway Express, Inc. (UTRN), f/k/a United Rail, Inc.
(URAL), microcap issuer
36. LIG Assets, Inc. (LIGA), microcap issuer
37. Lisitza, David D., attorney for the Commission
38. Medical Care Technologies Inc. (MDCE), microcap issuer
39. Mining Global, Inc., f/k/a Yaterrea Venture Corp. (MNGG), microcap
issuer
40. My ECheck, Inc. (MYEC), microcap issuer
41. Next Galaxy Corp. (NXGA), microcap issuer

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- 42. North American Cannabis Holdings, Inc. (USMJ), f/k/a Algae International Group, Inc. (ALGA), microcap issuer
- 43. PM&E, Inc. (PMEA), microcap issuer
- 44. PotNetwork Holdings, Inc. (POTN), microcap issuer
- 45. PPJ Healthcare Enterprises, Inc. (PPJE), microcap issuer
- 46. Ramkumar, Archith, attorney for the Commission
- 47. Sanomedics, Inc. (SIMH), microcap issuer
- 48. Seven Arts Entertainment, Inc. (SAPX), microcap issuer
- 49. Urban Ag Corp. (AQUM), microcap issuer



UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
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OFFICE OF THE
GENERAL COUNSEL

November 29, 2023

Via ECF

David J. Smith
Clerk of Court
U.S. Court of Appeals for the Eleventh Circuit
56 Forsyth St., N.W.
Atlanta, GA 30303

Re: *SEC v. Almagarby*, No. 21-13755

Dear Mr. Smith:

Almagarby's reliance in his November 16, 2023 letter on *SEC v. Govil*, 86 F.4th 89 (2d Cir. 2023), is misplaced.

Insofar as *Govil* requires a showing of pecuniary harm before ordering disgorgement, it is inconsistent with binding precedent holding that disgorgement is a profit-based remedy that returns the violator (not victims) to the *status quo ante*. See *Liu v. SEC*, 140 S. Ct. 1936, 1942-43 (2020) (disgorgement prevents "unjust enrichment" by taking "money out of the wrongdoer's hands"); *Hard Candy, LLC v. Anastasia Beverly Hills, Inc.*, 921 F.3d 1343, 1354 (11th Cir. 2019) (Disgorgement's "focus is entirely on the alleged [violator's] gain; the plaintiff is not required to present any evidence of particular financial harm."); *SEC v. Calvo*, 378 F.3d 1211, 1217-18 (11th Cir. 2004) ("Although the Commission ... may use the disgorged proceeds to compensate injured victims," the purpose of disgorgement is to deprive defendants of their "ill-gotten gains."); *SEC v. Blatt*, 583 F.2d 1325, 1335 (5th Cir. 1978) (The defendant disgorges "the amount by which he was unjustly enriched," "not to compensate the victims of the fraud, but to deprive the wrongdoer of his ill-gotten gain."). See also SEC Br. 42-43 (citing *SEC v. GenAudio, Inc.*, 32 F.4th 902, 952-53 (10th Cir. 2022)); App. 261-62.

Regardless, unlike in *Govil*, it is undisputed that the (largely retail) investors who bought shares from Almagarby suffered pecuniary harm (significant share price decline) as a result of his selling activity. See S.A. 204-207 ¶¶11 (price decline of 75 percent in 23 of 38 securities), ¶¶22-27 (“Defendants’ sales of large quantities of shares over a short period of time negatively impacted the price of those securities.”); S.A. 232-34 (exhibit showing negative price impact); S.A. 249 (noting that defendants did not dispute investors’ losses). The Commission has identified these harmed investors and will distribute to them any disgorged funds. SEC Br. 43-44.

Respectfully submitted,

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Senior Appellate Counsel

/s/ Archith Ramkumar
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